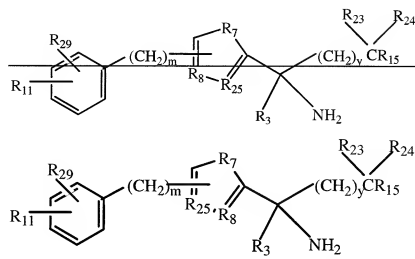


Pending Claims

A complete list of all claims under examination is set out below. Please amend claims 11, 31, 32, and 51.

1 - 10. (cancelled).

11. (Currently amended) A compound of the formula:



wherein

R₁₁ is C₅-C₁₈ alkyl, C₅-C₁₈ alkenyl, C₅-C₁₈ alkynyl, C₅-C₁₈ alkoxy, C₁-C₁₀ alkyl(C₅-C₆ aryl)R₂₀, C₁-C₁₀ alkyl(C₅-C₆ heteroaryl)R₂₀, C₁-C₁₀ alkyl(C₅-C₆ cycloalkyl)R₂₀, C₁-C₁₀ alkoxy(C₅-C₆ aryl)R₂₀, C₁-C₁₀ alkoxy(C₅-C₆ heteroaryl)R₂₀ or C₁-C₁₀ alkoxy(C₅-C₆ cycloalkyl)R₂₀;

wherein R₂₀ is H or C₁-C₁₀ alkyl;

~~p and q are integers independently ranging from 1 to 10;~~

R₂₉ is H, halo, C₁-C₁₂ alkyl, C₂-C₁₂ alkenyl, C₂-C₁₂ alkynyl, or C₁-C₁₂ alkoxy;

R₇ is O, S, or NR₂₆;

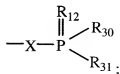
R₈ is O, S, or NR₂₆;

wherein R₂₆ is H, F or C₁-C₄ alkyl;

R₂₅ is CH;

R₃ is hydrogen, C₁-C₄ alkyl, (C₁-C₄ alkyl)OH, or (C₁-C₄ alkyl)NH₂;

R_{15} is

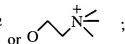
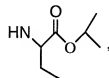
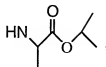
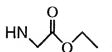
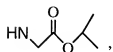
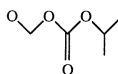
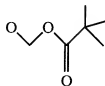
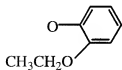
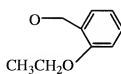


wherein R₁₂ is O or S;



X is O, S, CH₂, CHOH, CHF, CF₂, or $\text{—}\overset{\text{R}}{\underset{\text{R}}{\text{C}}}\text{—}$;

R₃₀ and R₃₁ are each independently C₁-C₂ alkoxy,



R₂₃ is H, F, OH, C₁-C₄ alkyl, CO₂H or (C₁-C₄ alkyl)OH;

R₂₄ is H, F, C₁-C₄ alkyl or PO₃H₂; or

R_{23} together with R_{24} and the carbon to which they are attached form a carbonyl group; and

y and m are integers independently ranging from 0 to 4; or
a pharmaceutically acceptable salt or tautomer thereof.

12. (previously presented) The compound of claim 11 wherein

m is 0;

y is 0 or 1;

R_{23} and R_{24} are independently H or F.

13. (previously presented) The compound of claim 11 wherein R_3 is C_1 - C_3 alkyl or (C_1 - C_4 alkyl)OH; and

R_8 is CH.

14. (previously presented) The compound of claim 12 wherein

R_{11} is C_5 - C_{18} alkyl, C_5 - C_{18} alkenyl, C_5 - C_{18} alkynyl, or C_5 - C_{18} alkoxy and

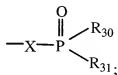
R_{29} is H, halo or C_1 - C_{12} alkyl; or

a pharmaceutically acceptable salt or tautomer thereof.

15. (previously presented) The compound of claim 12 wherein

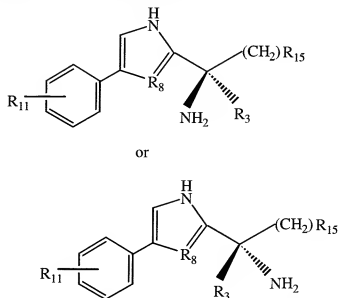
y is 0; and

R_{15} is represented by the structure



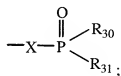
wherein X is CH_2 , CHOH , CHF , CF_2 , or $\begin{array}{c} \text{O} \\ \parallel \\ \text{---C---} \end{array}$.

16. (previously presented) The compound of claim 11 of the formula:

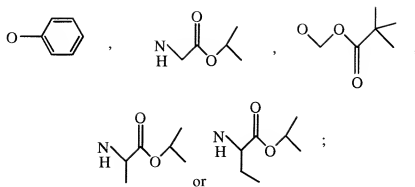


wherein R₁₁ is C₅-C₁₈ alkyl or C₅-C₁₈ alkenyl; and
 R₈ is N, or S;
 or a pharmaceutically acceptable salt or tautomer thereof.

17. (cancelled)
 18. (previously presented) The compound of claim 16 wherein R₁₁ is C₅-C₉ alkyl;
 R₁₅ is



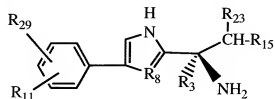
wherein X is O, CH₂ or CHF;
 R₃₀ and R₃₁ are independently



and R₃ is CH₃.

19. - 21. (cancelled)

22. (previously presented) The compound of claim 51 of the formula:

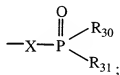


23. (previously presented) The compound of claim 22 wherein R₃ is C₁-C₄ alkyl or (C₁-C₄ alkyl)OH;

R₈ is O, S, or N;

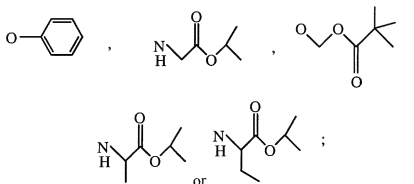
R₂₃ is H or F; and

R₁₅ is represented by the structure

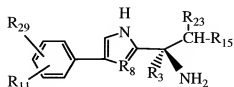


wherein X is O, CH₂, CHOH, CHF, CF₂ or $\text{—}\overset{\text{O}}{\parallel}\text{C—}$.

24. (previously presented) The compound of claim 53 wherein X is O.
25. (previously presented) The compound of claim 53 wherein X is CH₂, CHF or CF₂.
26. (previously presented) The compound of claim 53 wherein R₃₀ and R₃₁ are the same and are



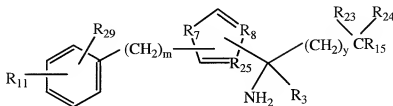
27. (original) The compound of claim 25 wherein R₈ is N.
28. (previously presented) The compound of claim 25 of the formula:



wherein R₁₁ is H, C₅-C₁₈ alkyl, C₅-C₁₈ alkenyl, C₅-C₁₈ alkynyl, or C₅-C₁₈ alkoxy;
 R₃ is CH₃; and
 R₂₉ is H, C₁-C₄ alkyl.

29. (previously presented) The compound of claim 28 wherein R₁₁ is C₅-C₁₈ alkyl, or C₅-C₁₈ alkenyl; and R₂₉ H, or C₁-C₄ alkyl.

30. (previously presented) The compound of claim 28 wherein R_{11} is C_5 - C_{18} alkyl or C_5 - C_{18} alkenyl; and R_{29} is H.
31. (currently amended) A pharmaceutical composition comprising a compound of the formula:



wherein

R_{11} is C_5 - C_{18} alkyl, C_5 - C_{18} alkenyl, C_5 - C_{18} alkynyl, C_5 - C_{18} alkoxy, C_1 - C_{10} alkyl(C_5 - C_{10} aryl) R_{20} , C_1 - C_{10} alkyl(C_5 - C_{10} heteroaryl) R_{20} , C_1 - C_{10} alkyl(C_5 - C_{10} cycloalkyl) R_{20} , C_1 - C_{10} alkoxy(C_5 - C_{10} aryl) R_{20} , C_1 - C_{10} alkoxy(C_5 - C_{10} heteroaryl) R_{20} or C_1 - C_{10} alkoxy(C_5 - C_{10} cycloalkyl) R_{20} ;

wherein R_{20} is H or C_1 - C_{10} alkyl;

R_{29} is H, halo, C_1 - C_{12} alkyl, C_2 - C_{12} alkenyl, C_2 - C_{12} alkynyl, or C_1 - C_{12} alkoxy;

R_3 is H, C_1 - C_6 alkyl, (C_1 - C_4 alkyl)OH, or (C_1 - C_4 alkyl)NH₂;

R_{23} is H, F, CO₂H, OH, C_1 - C_4 alkyl, or (C_1 - C_4 alkyl)OH;

R_{24} is H, F, C_1 - C_4 alkyl or PO₃H₂; or

R_{23} together with R_{24} and the carbon to which they are attached form a carbonyl group;

R_7 is O, S, or NR₂₆;

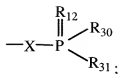
R_8 is O, S, or NR₂₆;

wherein R_{26} is H, F or C_1 - C_4 alkyl;

R_{25} is CH;

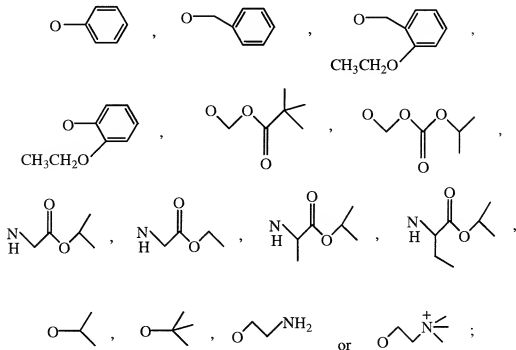
wherein R_{26} is H, F or C_1 - C_4 alkyl;

R_{15} is



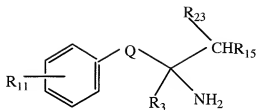
wherein R_{12} is O or S;

X is O, NH, S, CH_2 , CHOH, CHF, CF_2 , or $-\overset{\overset{O}{\parallel}}{C}-$; and
 each R_{30} is independently and each R_{31} is independently C_1 - C_2 alkoxy,



y and m are integers independently ranging from 0 to 4;
 p and q are integers independently ranging from 1 to 10; or
 a pharmaceutically acceptable salt or tautomer thereof;
 and a pharmaceutically acceptable carrier.

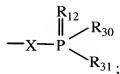
32. (currently amended) The composition of claim 31 comprising a compound of the formula:



wherein R_{11} is C₅-C₁₈ alkyl, C₅-C₁₈ alkenyl, C₅-C₁₈ alkynyl, or C₅-C₁₈ alkoxy;
 wherein p and q are integers independently ranging from 1 to 10;
 Q is

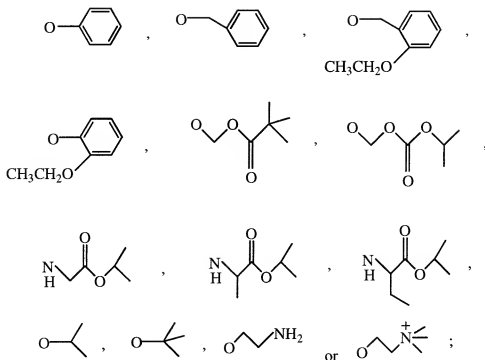


wherein R_7 is O, S, or NR₂₆;
 R_8 is O, S, or NR₂₆;
 wherein R_{26} is H, F or C₁-C₄ alkyl;
 R_{25} is CH; and
 R_3 is H, C₁-C₄ alkyl or (C₁-C₄ alkyl)OH;
 R_{23} is H, F or C₁-C₄ alkyl; and
 R_{15} is represented by the structure



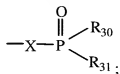
wherein R_{12} is O or S;

X is O, S, CH₂, CHOH, CHF, CF₂, or $\text{---}\overset{\text{O}}{\parallel}\text{C}\text{---}$;
 R_{30} and R_{31} are independently C₁-C₂ alkoxy,



or a pharmaceutically acceptable salt or tautomer thereof; and
 a pharmaceutically acceptable carrier.

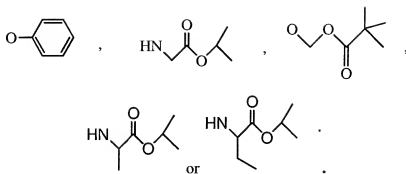
33. (previously presented) The composition of claim 32 wherein R_{23} is H or F; and R_{15} is



wherein X is O, CH_2 , CHOH , CHF , CF_2 , or $-\overset{\overset{\text{O}}{\parallel}}{\text{C}}-$.

34. (cancelled).

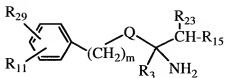
35. (previously presented) The composition of claim 54 wherein
 X is CH_2 , CF_2 or CHF ; and
 R_{30} and R_{31} are independently C_1 - C_2 alkoxy,



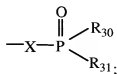
36. - 49. (cancelled)

50. (cancelled)

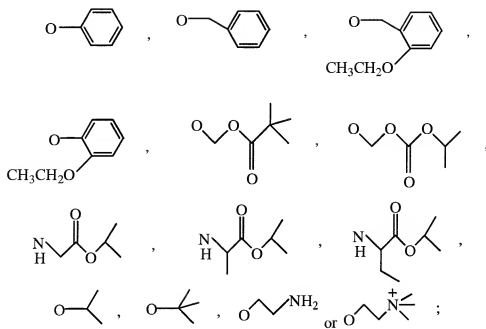
51. (Currently amended) The compound of claim 11 of the formula



wherein R_{11} is C_5 - C_{18} alkyl, C_5 - C_{18} alkenyl, C_5 - C_{18} alkynyl, or C_5 - C_{18} alkoxy;
 R_{15} is



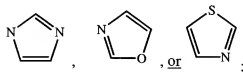
wherein X is O , CH_2 , $CHOH$, CHF , CF_2 , or $-C(=O)-$;
 R_{30} and R_{31} are independently C_1 - C_2 alkoxy,



wherein p and q are integers independently ranging from 1 to 10;

R_{29} is H, C_1 - C_{10} alkyl, C_2 - C_{10} alkenyl or C_2 - C_{10} alkynyl;

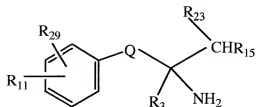
Q is



m is 0; and

R_{23} is H or F.

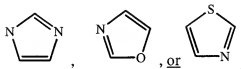
52. (previously presented) The compound of claim 51 of the formula:



R_{12} is O; and X is O, CH_2 , $CHOH$, CHF , CF_2 , and $\overset{\overset{O}{\parallel}}{C}-$.

53. (previously presented) The compound of claim 23 wherein X is O, CH_2 , CHF or CF_2 .

54. (previously presented) The composition of claim 33 wherein Q is



55. (previously presented) The composition of claim 35 wherein Q is

